

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

Re: ECF Nos. 3019, 3023, 3439

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,

Debtor.

PROMESA
Title III

No. 17 BK 3283-LTS

**This Joinder relates to the
Commonwealth, HTA, and PREPA, and
shall be filed in Case Nos. 17 BK 3283-
LTS, 17 BK 3567-LTS, and 17 BK 4780-
LTS.**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS AND
TRANSPORTATION AUTHORITY (“HTA”),

PROMESA
Title III

No. 17 BK 3567-LTS

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Debtor.	
In re: THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of PUERTO RICO ELECTRIC POWER AUTHORITY, Debtor.	PROMESA Title III No. 17 BK 4780-LTS

**JOINDER OF THE PUERTO RICO FISCAL AGENCY AND FINANCIAL ADVISORY
AUTHORITY ON BEHALF OF THE PUERTO RICO ELECTRIC POWER
AUTHORITY TO OBJECTION OF THE COMMONWEALTH TO MOTION FOR
PARTIAL LIFT OF STAY FILED BY AUTONOMOUS MUNICIPALITY OF PONCE**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Puerto Rico Fiscal Agency and Financial Authority (“AAFAF”), as the entity authorized to act on behalf of the Puerto Rico Power Authority (“PREPA”) pursuant to the authority granted to it under the *Enabling Act of the Fiscal Agency and Financial Advisory Authority*, Act 2-2017, respectfully submits this joinder to the *Objection of the Commonwealth to Motion for Partial Lift of Stay Filed by Autonomous Municipality of Ponce* (the “Objection”) and states as follows:²

1. AAFAF hereby joins the Commonwealth of Puerto Rico (the “Commonwealth”) in opposing the *Motion for Partial Lift of Stay* (Case No. 17-03283, ECF No. 3019) (the “Motion”)

² The Financial Oversight and Management Board for Puerto Rico, as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”), has authorized AAFAF to file this Joinder on behalf of PREPA.

filed by the Autonomous Municipality of Ponce (“Movant”), and adopts the factual and legal arguments set forth in the Objection.

2. For the reasons set forth in the Objection, AAFAF respectfully requests the Court deny the Motion. Specifically, AAFAF states on behalf of PREPA that the modification of the automatic stay requested by the Motion would result in both the diversion of essential PREPA resources at a crucial time in PREPA’s recovery and development process as well as considerable expense to PREPA. PREPA estimates that, should the stay be modified as requested, it would be required to spend approximately \$16 million in order to complete the construction projects in compliance with the Prepetition Judgment (as defined in the Objection) at a time when PREPA’s resources are both extremely limited and fully committed to the restoration and repair of its electric system. Moreover, undertaking the construction projects would divert the attention of PREPA personnel away from PREPA’s efforts to restore and repair its electric system. Such efforts are especially critical as PREPA prepares for the uncertainty of another hurricane season that began on June 1.³

Dated: July 5, 2018
San Juan, Puerto Rico

Respectfully submitted,

THE PUERTO RICO FISCAL AGENCY
AND FINANCIAL ADVISORY
AUTHORITY, as Fiscal Agent for PREPA

By its attorneys,

/s/ Joseph P. Davis
Joseph P. Davis III (*admitted pro hac vice*)
Greenberg Traurig, LLP
One International Place, Suite 2000
Boston, MA 02110
Phone: 617.310.6000

³ Press Release, Nat’l Oceanic & Atmospheric Admin., Forecasters Predict a Near- or Above- Normal 2018 Atlantic Hurricane Season (May 24, 2018) (noting the Atlantic hurricane season extends from June 1 to November 30), available at <http://www.noaa.gov/media-release/forecasters-predict-near-or-above-normal-2018-atlantic-hurricane-season>.

Fax: 617.310.6001
Email: davisjo@gtlaw.com

David D. Cleary (*admitted pro hac vice*)
Kevin D. Finger (*admitted pro hac vice*)
Greenberg Traurig, LLP
77 West Wacker Drive
Suite 3100
Chicago, IL 60601
Phone: 312.456.8400
Fax: 312.456.8435
Email: clearyd@gtlaw.com
fingerk@gtlaw.com

PUERTO RICO ELECTRIC POWER
AUTHORITY

By its attorneys,

/s/ Arturo Díaz Angueria
USDC No. 117907

/s/ Katiuska Bolaños Lugo
USDC No. 231812

CANCIO, NADAL, RIVERA & DÍAZ, P.S.C.
PO Box 364966
San Juan, PR 00936-4966
Phone: 787.767.9625
Fax: 787.764.4430
Email: adiaz@cnrd.com
kbolanos@cnrd.com